



BAIOO Family Interactive Limited
百奧家庭互動有限公司
(Incorporated in the Cayman Islands with limited liability)
(於開曼群島註冊成立的股份有限公司)

GLOBAL OFFERING
全球發售

| | | |
|---|---|---|
| Number of Offer Shares under the Global Offering | : | 706,106,000 Shares (subject to the Over-allotment Option) |
| 全球發售下發售股份數目 | : | 706,106,000 股股份 (視乎超額配股權行使與否而定) |
| Number of Hong Kong Offer Shares | : | 70,612,000 Shares (subject to adjustment) |
| 香港發售股份數目 | : | 70,612,000 股股份 (可予調整) |
| Number of International Placing Shares | : | 635,494,000 Shares (subject to adjustment and the Over-allotment Option) |
| 國際配售股份數目 | : | 635,494,000 股股份 (可予調整及視乎超額配股權行使與否而定) |
| Maximum Offer Price | : | HK\$2.60 per Offer Share, plus brokerage of 1%, SFC transaction levy of 0.003%, and Hong Kong Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund) |
| 最高發售價 | : | 每股發售股份2.60港元，另加1%經紀佣金、0.003%證監會交易徵費及0.005%香港聯交所交易費 (須於申請時以港元繳足，可予退還) |
| Nominal Value | : | US\$0.0000005 per Share |
| 面值 | : | 每股0.0000005美元 |
| Stock Code | : | 2100 |
| 股份代號 | : | 2100 |

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited and Hong Kong Securities Clearing Company Limited (“HKSCC”) take no responsibility for the contents of this Application Form, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Application Form.

Please read carefully the prospectus of BAIOO Family Interactive Limited (the “Company”) dated March 28, 2014 (the “Prospectus”) (in particular, the section headed “How to Apply for Hong Kong Offer Shares” in the Prospectus) and the guide on the back of this Application Form before completing this Application Form. Terms defined in the Prospectus have the same meaning when used in this Application Form unless defined herein.

A copy of this Application Form, together with a copy of each of the WHITE and YELLOW Application Forms, the Prospectus and the other documents specified in the paragraph headed “Appendix V — Documents Delivered to the Registrar of Companies and Available for Inspection — Documents Delivered to the Registrar of Companies” in the Prospectus, have been registered by the Registrar of Companies in Hong Kong as required by section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance. The Securities and Futures Commission in Hong Kong and the Registrar of Companies in Hong Kong take no responsibility for the contents of any of these documents.

Your attention is drawn to the paragraph headed “How to Apply for Hong Kong Offer Shares — Personal Data” in the Prospectus which sets out the policies and practices of the Company and its Hong Kong Share Registrar in relation to personal data and compliance with the Personal Data (Privacy) Ordinance.

Nothing in this Application Form or the Prospectus constitutes an offer to sell or the solicitation of an offer to subscribe or purchase nor shall there be any subscription or sale of Hong Kong Offer Shares in any jurisdiction in which such offer, solicitation or sales would be unlawful. This Application Form and the Prospectus are not for distribution, directly or indirectly, in or into the United States, nor is this application an offer of Hong Kong Offer Shares for sale or subscription in the United States (including its territories and dependencies, any state of the United States and the District of Columbia). The Hong Kong Offer Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the “U.S. Securities Act”) and may not be offered or sold or delivered except in an offshore transaction in accordance with Regulation S under the U.S. Securities Act. There will be no offer or sale of Shares in the United States.

This Application Form and the prospectus may not be forwarded or distributed or reproduced (in whole or in part) in any manner whatsoever in any jurisdiction where such forwarding, distribution or reproduction is not permitted under the law of that jurisdiction. This Application Form and the Prospectus are addressed to you personally. Any forwarding or distribution or reproduction of this Application Form or the Prospectus in whole or in part is unauthorized. Failure to comply with this directive may result in a violation of the U.S. Securities Act or the applicable laws of other jurisdictions. By accepting the terms in this Application Form and the Prospectus, or any copy thereof, you agree and confirm that will not take or transmit into the United States or any of its territories possess or distribute, directly or indirectly, in the United States or to transmit any employee or affiliate of the recipient located therein.

To: BAIOO Family Interactive Limited
Joint Global Coordinators
Hong Kong Underwriters

香港交易及結算所有限公司、香港聯合交易所有限公司及香港中央結算有限公司(「香港結算」)對本申請表格的內容概不負責，對其準確性或完整性亦不發表任何聲明，並表明概不就本申請表格全部或任何部分內容或因依賴該等內容而引致的任何損失承擔任何責任。

在填寫本申請表格前，請仔細閱讀百奧家庭互動有限公司(「本公司」)日期為二零一四年三月二十八日的招股章程(「招股章程」)(尤其是招股章程「如何申請香港發售股份」一節)及本申請表格背面所列指引。除本申請表格界定者外，招股章程所界定詞彙與本申請表格所用者具相同涵義。

本申請表格的副本連同各份白色及黃色申請表格的副本、招股章程及招股章程「附錄五 — 送呈公司註冊處處長及備查文件 — 送呈公司註冊處處長的文件」一段所列其他文件，已遵照公司(清盤及雜項條文)條例第342C條的規定，送呈香港公司註冊處處長登記。香港證券及期貨事務監察委員會及香港公司註冊處處長對任何此等文件的內容概不負責。

閣下敬請留意招股章程「如何申請香港發售股份 — 個人資料」一段，當中載有本公司及本公司香港證券登記處有關個人資料及遵守個人資料(私隱)條例的政策及慣例。

本申請表格或招股章程的內容概不構成出售要約或認購或購買要約的招攬，亦不得於進行該等要約、招攬或出售屬違法的任何司法權區認購或出售任何香港發售股份。本申請表格及招股章程不得在或向美國境內(包括其領土及屬地、美國各州及哥倫比亞特區)直接或間接派發，而此項申請亦不得在美國出售或認購香港發售股份的要約。香港發售股份未曾亦不會根據1933年美國證券法(經修訂)(「美國證券法」)登記，除在根據美國證券法S規例的離岸交易中發售、出售或交付外，概不可供發售或出售。股份不會在美國發售或出售。

在任何根據有關法例不得發送、派發或複製本申請表格及招股章程的司法權區內，本申請表格及招股章程不得以任何方式發送或派發或複製(全部或部分)。本申請表格及招股章程僅提供予閣下本人。概不得發送或派發或複製本申請表格或招股章程的全部或部分。如未能遵守此項指令，可能違反美國證券法或其他司法權區的適用法例。閣下經接納本申請表格及招股章程的條款，即確認及同意遵守以下限制：本申請表格及招股章程及其他任何副本不得轉進或傳送至美國或其任何領地或屬地，亦不得直接或間接在美國或向位於美國的收件人的任何僱員或聯繫人士派發。

致：百奧家庭互動有限公司
聯席全球協調人
香港包銷商

I We confirm that we have (i) complied with the Guidelines for Electronic Public Offerings and the Operational Procedures for HK eIPO White Form Applications submitted via Banks/Stockbrokers and all applicable laws and regulations (whether statutory or otherwise) in relation to the provision of our HK eIPO White Form services in connection with the Hong Kong Public Offering; and (ii) read the terms and conditions and application procedures set out in the Prospectus and this Application Form and agree to be bound by them. Applying on behalf of each of the underlying applicants to whom this application relates, we:

吾等確認吾等已(i)遵照電子公開發售指引及透過銀行/股票經紀遞交網上白表申請的運作程序以及就香港公開發售提供網上白表服務的所有適用法例及規例(法定或其他)；及(ii)閱讀招股章程及本申請表格所載條款及條件以及申請手續，並同意受其約束。代表與本申請有關的各相關申請人作出申請時，吾等：

- 在組織章程大綱及組織章程細則的規限下，按照招股章程及本申請表格，申請有意認購的香港發售股份數目；
- 隨附申請香港發售股份所需全數股款(包括1%經紀佣金、0.003%證監會交易徵費及0.005%香港聯交所交易費)；
- 確認有關申請人已承諾及同意接納該等相關申請人根據本申請所申請的香港發售股份，或獲分配的較少數目的香港發售股份；
- 承諾及確認有關申請人及相關申請人為其利益而提出申請的人士並無申請或承購或表示有意認購或收購或獲配售或分配(包括有條件及/或暫定)，並將不會申請或承購或表示有意認購國際配售的任何發售股份，亦不會以其他方式參與國際申請；

- 明白 貴公司及聯席賬簿管理人將依賴此等聲明及陳述，以決定是否就是項申請配發任何香港發售股份

- 授權 貴公司將相關申請人的姓名列入 貴公司股東名冊內，作為將獲配發任何香港發售股份的持有人，並(在符合本申請表格所載條款及條件的情況下)根據網上白表申請所地址以普通郵遞方式寄發任何股票，郵誤風險概由該相關申請人自行承擔，除非相關申請人已申請1,000,000股或以上香港發售股份，並按網上白表指定網站www.hkeipo.hk及招股章程所述程序親身領取任何股票；

- 要求將任何電子自動退款指示發送給申請人以單一銀行賬戶繳交申請款項之申請付款賬戶內；
- 要求任何以多個銀行賬戶繳交申請款項之申請人的退款支票以相關申請人為抬頭人；

- 確認各相關申請人已細閱網上白表指定網站www.hkeipo.hk及本申請表格及招股章程所載條款與條件及申請手續，並同意受其約束；

- 聲明、保證及承諾相關申請人及相關申請人為其利益而提出申請的任何人士在填寫及遞交申請時身處美國境外(定義見S規例)，或為S規例第902條(h)(3)段所規定人士；或 貴公司、聯席全球協調人及香港包銷商毋須因向相關申請人或是項申請的受益人配發香港發售股份，或相關申請人或是項申請的受益人申請香港發售股份而遵守任何香港以外地區的任何法律或法規任何規定(不論具有法律效力與否)；及

- 同意同意本申請、本申請的任何接納以及由此訂立的合同，均受香港法例管轄，並須按其詮釋。

| |
|--------------|
| Signature 簽名 |
|--------------|

| |
|-------------|
| Date 日期 |
| Capacity 身份 |

| | |
|---|-----------------------------|
| 2 We, on behalf of the underlying applicants, offer to purchase 吾等(代表相關申請人)提出認購 | Total number of Shares 股份總數 |
|---|-----------------------------|

Hong Kong Offer Shares on behalf of the underlying applicants whose details are contained in the read-only CD-ROM submitted with this Application Form. 香港發售股份(代表相關申請人，其資料載於連同本申請表格遞交的唯讀光碟)。

| | | |
|---------------------------------------|---------------|-----------------------|
| 3 A total of 隨附之合共 | Cheque(s) 張支票 | Cheque number(s) 支票編號 |
| are enclosed for a total sum of 其總金額為 | HK\$ | 港元 |

| | | |
|---|--|-----------------|
| 4 Please use BLOCK letters 請用正楷填寫 | | |
| Name of HK White Form eIPO Service Provider 網上白表服務供應商名稱 | HK White Form eIPO Service Provider ID 網上白表服務供應商身份證明 | |
| Chinese Name 中文名稱 | Contact number 聯絡電話號碼 | Fax number 傳真號碼 |
| Name of contact person 聯絡人姓名 | For Broker use 此欄供經紀填寫 Lodged by 申請由以下經紀遞交 | |
| Address 地址 | Broker No. 經紀號碼 | |
| | Broker's Chop 經紀印章 | |

| |
|----------------------|
| For bank use 此欄供銀行填寫 |
|----------------------|

GUIDE TO COMPLETING THIS APPLICATION FORM

References to boxes below are to the numbered boxes on this Application Form.

1 Sign and date this Application Form in Box 1. Only a written signature will be accepted.

The name and the representative capacity of the signatory should also be stated.

To apply for Hong Kong Offer Shares using this Application Form, you must be named in the list of **HK eIPO White Form** Service Providers who may provide **HK eIPO White Form** services in relation to the Hong Kong Public Offering, which was released by the Securities and Futures Commission.

2 Put in Box 2 (in figures) the total number of Hong Kong Offer Shares for which you wish to apply on behalf of the underlying applicants.

Application details of the underlying applicants on whose behalf you are applying must be contained in one data file in read-only CD-ROM format submitted together with this Application Form.

3 Complete your payment details in Box 3.

You must state in this box the number of cheques you are enclosing together with this Application Form; and you must state on the reverse of each of those cheques (i) your **HK eIPO White Form** Service Provider ID and (ii) the file number of the data file containing application details of the underlying applicant(s).

The dollar amount(s) stated in this box must be equal to the amount payable for the total number of Hong Kong Offer Shares applied for in Box 2.

All cheque(s) and this Application Form together with a sealed envelope containing the CD-ROM, if any, must be placed in the envelope bearing your company chop.

For payments by cheque, the cheque must:

- be in Hong Kong dollars;
- be drawn on a Hong Kong dollar bank account in Hong Kong;
- show your (or your nominee's) account name. This account name must be the same as the name on the Application Form. If it is a joint application, the account name must be the same as the name of the first-named applicant;
- be made payable to "Bank of China (Hong Kong) Nominees Limited — BAIIO Public Offer";
- be crossed "Account Payee Only";
- not be post-dated; and
- be signed by the authorised signatories of the **HK eIPO White Form** Service Provider.

Your application may be rejected if any of these requirements is not met or if the cheque is dishonoured on its first presentation.

It is your responsibility to ensure that details on the cheque(s) submitted correspond with the application details contained in the CD-ROM or data file submitted in respect of this application. The Company and the Joint Global Coordinators have full discretion to reject any applications in the case of discrepancies.

No receipt will be issued for sums paid on application.

4 Insert your details in Box 4 (using BLOCK letters).

You should write your name, **HK eIPO White Form** Service Provider ID and address in this box. You should also include the name and telephone number of the contact person at your place of business and where applicable, the Broker No. and Broker's Chop.

Personal Information Collection Statement

The main provisions of the Personal Data (Privacy) Ordinance (the "Ordinance") came into effect in Hong Kong on December 20, 1996. This Personal Information Collection Statement informs the applicant for and holder of the Hong Kong Offer Shares of the policies and practices of the Company and the Hong Kong Share Registrar in relation to personal data and the Ordinance.

1. Reasons for the collection of your personal data

From time to time it is necessary for applicants for securities or registered holders of securities to supply their latest correct personal data to the Company and the Hong Kong Share Registrar when applying for securities or transferring securities into or out of their names or in procuring the services of the Hong Kong Share Registrar.

Failure to supply the requested data may result in your application for securities being rejected or delayed or the Company and/or the Hong Kong Share Registrar being unable to effect transfers or otherwise render their services. It may also prevent or delay registration or transfer of the Hong Kong Offer Shares which you have successfully applied for and/or the dispatch of share certificate(s), and/or the dispatch of e-Refund payment instructions, and/or the dispatch of refund cheque(s) to which you are entitled.

It is important that holders of securities inform the Company and the Hong Kong Share Registrar immediately of any inaccuracies in the personal data supplied.

2. Purposes

The personal data of the holders of securities may be used, held and/or stored (by whatever means) for the following purposes:

- processing of your application and e-Auto Refund payment instructions/refund cheque, where applicable, and verification of compliance with the terms and application procedures set out in this Application Form and the Prospectus;
- registering new issues or transfers into or out of the names of holders of securities including, where applicable, in the name of HKSCC Nominees;
- maintaining or updating the registers of holders of securities of the Company;
- conducting or assisting to conduct signature verifications or any other verification, or exchange of information;
- establishing benefit entitlements of holders of securities of the Company, such as dividends, rights issues and bonus issues, etc;
- distributing communications from the Company and its subsidiaries;
- compiling statistical information and shareholder profiles;
- making disclosures as required by laws, rules or regulations;
- disclosing identities of successful applicants by way of press announcement(s) or otherwise;
- disclosing relevant information to facilitate claims on entitlements; and
- any other incidental or associated purposes relating to the above and/or to enable the Company and the Hong Kong Share Registrar to discharge their obligations to holders of securities and/or regulators and any other purpose to which the holders of securities may from time to time agree.

3. Transfer of personal data

Personal data held by the Company and the Hong Kong Share Registrar relating to the holders of securities will be kept confidential but the Company and the Hong Kong Share Registrar may, to the extent which is necessary for achieving the above purposes or any of them, make such enquiries as they consider necessary to confirm the accuracy of the personal data and in particular, they may disclose, obtain, transfer (whether within or outside Hong Kong) the personal data of the holders of securities to, from or with any and all of the following persons and entities:

- the Company or its appointed agents such as financial advisers, receiving bankers and overseas principal registrars;
- where applicants for securities request deposit into CCASS, to HKSCC and HKSCC Nominees, who will use the personal data for the purposes of operating CCASS;
- any broker whose company chop or other identification number has been placed on this Application Form;
- any agents, contractors or third-party service providers who offer administrative, telecommunications, computer, payment or other services to the Company and/or the Hong Kong Share Registrar in connection with the operation of their respective businesses;
- the Stock Exchange, the SFC and any other statutory, regulatory or governmental bodies; and
- any other persons or institutions with which the holders of securities have or propose to have dealings, such as their bankers, solicitors, accountants and stockbrokers, etc.

4. Access and correction of personal data

The Ordinance provides the holders of securities with rights to ascertain whether the Company or the Hong Kong Share Registrar holds their personal data, to obtain a copy of that data, and to correct any data that is inaccurate. In accordance with the Ordinance, the Company and the Hong Kong Share Registrar have the right to charge a reasonable fee for the processing of any data access request. All requests for access to data or correction of data or for information regarding policies and practices and the kinds of data held should be addressed to the Company for the attention of the Company secretary or (as the case may be) the Hong Kong Share Registrar for the attention of the Privacy Compliance Officer (for the purposes of the Ordinance).

By signing this Application Form, you agree to all of the above.

填寫本申請表格的指引

下述欄號乃本申請表格中各欄的編號。

1 在本申請表格欄1簽署及填上日期。只接受親筆簽名。

亦須註明簽署人的姓名及代表身份。

使用本申請表格申請香港發售股份，閣下必須為名列於證監會公佈的網上白表服務供應商名單內可以就香港公開發售提供網上白表服務的人士。

2 在欄2填上閣下欲代表相關申請人申請認購的香港發售股份總數(以數字填寫)。

閣下代表相關申請人作出申請的申請資料必須載於連同本申請表格遞交的唯讀光碟格式的資料檔案。

3 在欄3填上閣下的付款資料。

閣下必須在本欄註明閣下連同本申請表格隨附的支票數目；及閣下必須在每張支票的背面註明(i)閣下的網上白表服務供應商身份證明及(ii)載有相關申請人申請資料的資料檔案的檔案編號。

本欄所註明金額必須與欄2所申請香港發售股份總數應付金額相同。

所有支票及本申請表格，連同載有光碟的密封信封(如有)必須放進印有閣下公司印章的信封內。

如以支票繳交股款，該支票必須：

- 為港元支票；
- 由在香港開設的港元銀行賬戶開出；
- 顯示閣下(或閣下代名人)的賬戶名稱。該賬戶名稱必須與申請表格所示名稱相同；倘屬聯名申請，則必須與排名首位申請人的姓名相同；
- 註明抬頭人為「中國銀行(香港)代理人有限公司 — 百奧公開發售」；
- 劃線註明「只准入抬頭人賬戶」；
- 不得為期票；及
- 由網上白表服務供應商的授權簽署人簽署。

倘未能符合任何此等規定或支票於首次過戶時不獲兌現，閣下的申請可遭拒絕受理。

閣下須負責確保所遞交支票的資料，與就本申請遞交的光碟或資料檔案所載申請資料相同。倘出現差異，本公司及聯席全球協調人有絕對酌情權拒絕接受任何申請。

本公司將不會就申請所付款項發出任何收據。

4 在欄4填上閣下的資料(用正楷)。

閣下必須在本欄填上閣下的姓名、網上白表服務供應商身份證明及地址。閣下亦必須填寫閣下辦公地點的聯絡人姓名及電話號碼以及(如適用)經紀號碼及經紀印章。

個人資料收集聲明

個人資料(私隱)條例(「條例」)中之主要條文於一九九六年十二月二十日在香港生效。此份個人資料收集聲明是向香港發售股份申請人及持有人說明本公司及香港證券登記處就個人資料及條例而訂訂之政策及慣例。

1. 收集閣下個人資料之原因

證券申請人或證券登記持有人申請證券或將證券轉往其名下，或將名下證券轉讓予他人，或要求香港證券登記處提供服務時，須不時向本公司及香港證券登記處提供其最新及準確之個人資料。

若未能提供所需資料，可能會導致閣下之證券申請遭拒絕受理或延遲或本公司及／或香港證券登記處不能使閣下之證券過戶生效或提供其他服務，亦可能妨礙或延誤閣下成功申請之香港發售股份之登記或過戶及／或妨礙或延誤寄發股票及發送電子退款指示，及／或寄發閣下應得之退款支票。

謹請注意，證券持有人提供之個人資料如有任何不確，必須即時知會本公司及香港證券登記處。

2. 資料用途

證券持有人之個人資料可以任何方式被採用、持有及／或保存，以作下列用途：

- 處理閣下之申請及電子自動退款指示／退款支票(如適用)及核實是否已遵守本申請表格及招股章程所載條款及申請手續；
- 為證券持有人登記新發行證券或轉往其名下或由其名下轉讓予他人之證券，包括(如適用)以香港結算代理人之名義登記；
- 保存或更新本公司證券持有人名冊；
- 進行或協助進行簽名核對或任何其他核對或交換資料；
- 確定本公司證券持有人可獲取股息、供股及紅股等利益的資格；
- 發佈本公司及其附屬公司之公司通訊；
- 編製統計資料及股東資料；
- 遵照法律、規則或規例之規定作出披露；
- 透過報章公告或其他方式披露成功申請人士之身份；
- 披露有關資料以便作出權益索償；及
- 與上述有關之任何其他附帶或相關用途及／或致使本公司及香港證券登記處能履行彼等對證券持有人及／或監管機構之責任及證券持有人不時同意之任何其他用途。

3. 轉交個人資料

本公司及香港證券登記處會將證券持有人之個人資料保密，但本公司及香港證券登記處可能會就上述目的作出彼等視為必要之查詢以確定個人資料為準確，尤其可能會向下列任何人士及機構披露、獲取或轉交證券持有人之個人資料(不論在香港或外地)：

- 本公司或其委任之代理，例如財務顧問、收款銀行及海外證券登記總處；
- (倘申請人要求將證券存入中央結算系統)運作中央結算系統而使用個人資料之香港結算及香港結算代理人；
- 任何已將公司印章或其他識別號碼列於本申請表格上的經紀；
- 任何向本公司及／或香港證券登記處提供與其各自業務運作有關之行政、電訊、電腦、付款或其他服務之代理、承辦商或第三方服務供應商；
- 聯交所、證監會及任何其他法定、監管或政府機關；及
- 與證券持有人有或擬有業務往來之任何其他人士或機構，例如銀行、律師、會計師及股票經紀等。

4. 查閱及更正個人資料

條例賦予證券持有人權利以確定本公司或香港證券登記處是否持有其個人資料、索取有關資料副本及更正任何不確之資料。根據條例規定，本公司及香港證券登記處有權就處理任何查閱資料之要求收取合理費用。所有關於查閱資料或更正資料或索取關於政策及慣例的資料以及所持有資料類別之要求，應向本公司之公司秘書或(視乎情況而定)香港證券登記處屬下就該條例而設的私隱權條例事務主任提出。

閣下簽署本申請表格，即表示同意上述所有規定。

DELIVERY OF THIS APPLICATION FORM

This completed Application Form, together with the appropriate cheque(s) must be submitted the following receiving bank by 4:00 PM on Wednesday, April 2, 2014:

Bank of China (Hong Kong) Limited
1/F, BOC Cheung Sha Wan Building,
194-200 Cheung Sha Wan Road,
Kowloon

遞交本申請表格

此份已填妥之申請表格，連同適當支票，必須於二零一四年四月二日(星期三)下午四時前，送達下列收款銀行：

中國銀行(香港)有限公司
九龍
長沙灣道194-200號
中銀長沙灣大樓1樓